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Counsel to the Debtors and  
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IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE EASTERN DISTRICT OF VIRGINIA  
RICHMOND DIVISION

- - - - - x  
In re: : Chapter 11  
CIRCUIT CITY STORES, INC., : Case No. 08-35653 (KRH)  
et al., :  
Debtors. : Jointly Administered  
- - - - - x

**STIPULATION AND CONSENT ORDER RESOLVING MOTION  
OF MINER FLEET MANAGEMENT GROUP, LTD.**

This stipulation and consent order (the  
"Stipulation and Consent Order") is made and entered  
into by Miner Fleet Management Group, Ltd. ("Miner") and  
Circuit City Stores, Inc. ("Circuit City") and its  
related Chapter 11 debtors (collectively with Circuit  
City, the "Debtors").

WHEREAS, prior to November 10, 2008 (the "Petition Date"), Miner provided to the Debtors certain goods and services relating to the Debtors' operation of their docks doors, conveyors, forklifts, stockpickers and pallet jacks;<sup>1</sup> and

WHEREAS, on and after the Petition Date, Miner continued to provide to the Debtors such goods and services; and

WHEREAS, on September 3, 2009, Miner filed the Motion of Miner Fleet Management Group, Ltd. For Leave to File Late Administrative Claim (the "Motion") (D.I. 4763), seeking leave to file an administrative expense claim in the amount of \$19,348.89 against the Debtors after the bar date for filing such claims had passed; and

WHEREAS, Miner and the Debtors have agreed to resolve the issues raised in the Motion in accordance with the terms of this Stipulation and Consent Order.

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<sup>1</sup> By this general description of "goods and services" provided by Miner to the Debtors, neither the Debtors nor Miner concede that Miner provided the Debtors with "goods" or "services" as those terms are commonly used with respect to claims asserted under 11 U.S.C. § 503(b)(9). Moreover, the parties' legal rights shall not be impacted in any way by this description, including but not limited to the parties' legal rights with respect to the Debtors' Fifth Omnibus Objection to Certain Misclassified Non-Goods 503(b)(9) Claims.

NOW, THEREFORE, Miner and the Debtors hereby STIPULATE AND AGREE, and it is hereby ORDERED, ADJUDGED AND DECREED by the United States Bankruptcy Court for the Eastern District of Virginia (the "Bankruptcy Court"), as follows:

1. The Motion is resolved as set forth in this Stipulation and Consent Order.

2. Miner is hereby deemed to have timely filed an administrative expense claim in the amount of \$19,348.89 (the "Miner Administrative Expense Claim"); provided, however, that the Debtors expressly reserve any and all rights to object to the Miner Administrative Expense Claim on any legal or equitable grounds other than timeliness and further reserve any and all legal and equitable claims, causes of action, rights, remedies, defenses, and arguments with respect to Miner and the Miner Administrative Expense Claim.

3. Miner's Motion shall be considered its application for the Miner Administrative Expense Claim.

4. This Stipulation and Consent Order shall be filed with the Bankruptcy Court on or before June 30, 2010, or at a later time agreed upon by the parties.

5. Upon entry by the Bankruptcy Court, this Stipulation and Consent Order shall be binding upon and shall inure to the benefit of Miner and the Debtors and each of their respective successors and assigns.

6. This Stipulation and Consent Order contains the entire agreement and understanding between Miner and the Debtors with respect to the subject matter hereof, and supersedes and replaces all prior negotiations or proposed agreements, written or oral.

7. The Bankruptcy Court shall retain exclusive jurisdiction to hear and determine all matters relating to or arising from this Stipulation and Consent Order.

DATED: \_\_\_\_\_, 2010

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Honorable Kevin R. Huennekens  
United States Bankruptcy Judge

ENTERED ON DOCKET:

WE ASK FOR THIS:

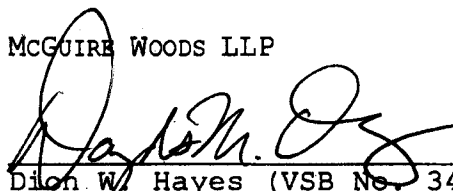
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/s/ Ronald A. Page, Jr.

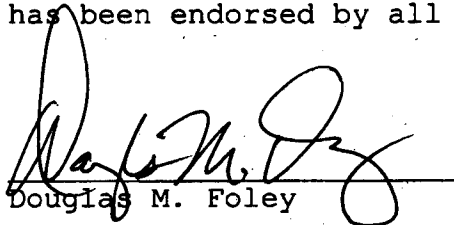
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*Counsel for Miner Fleet  
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**CERTIFICATION**

THE UNDERSIGNED HEREBY CERTIFIES, pursuant to Local Rule 9022-1(C), that this Consent Order has been endorsed by all necessary parties.

  
Douglas M. Foley